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U.S.S.N.: 10/764,344

**In the Specification**

Please replace the paragraph on page 10, line 13 with the following paragraph:

“The UPS 100 of FIGS. 2 and 3 includes five power modules 104 and four battery modules. The particular number of power modules and battery modules used in a particular application is selectable by the user depending on power and backup time required. In other embodiments of the invention, the frame may include additional slots to accommodate more power modules and battery modules. Further, a modular frame system that provides for additional power modules and battery modules may also be used with embodiments of the present invention. One such modular frame system is described in co-pending U.S. patent application no. 10/763,813, entitled “MODULAR UPS” filed on the same day as the present application under attorney docket number A2000-700219 and incorporated herein by reference.”

Please replace the paragraph on page 11, line 13 with the following paragraph:

“Each of the battery modules is coupled to a positive DC bus (+ BATT) 132 and to the MID bus 134 to provide backup DC power to the power modules. The DC bus is also coupled to an external battery connector 136 to receive DC power from external batteries. Each of the battery modules is also coupled to the MIM and RIM through control and monitoring lines 138. In one embodiment of the present invention, the battery modules may be implemented using intelligent battery modules, such as those described in co-pending U.S. Patent application no. 10/764,343, entitled “METHOD AND APPARATUS FOR MONITORING ENERGY STORAGE DEVICES” filed on the same day as the present application under attorney docket no. A2000-700019, and incorporated by reference herein. In other embodiments, the battery modules may be implemented using Symmetra and Symmetra RM battery modules available from American Power Conversion Corporation of West Kingston, RI under part numbers SYBATT, SYBT2 and SYBT3.”